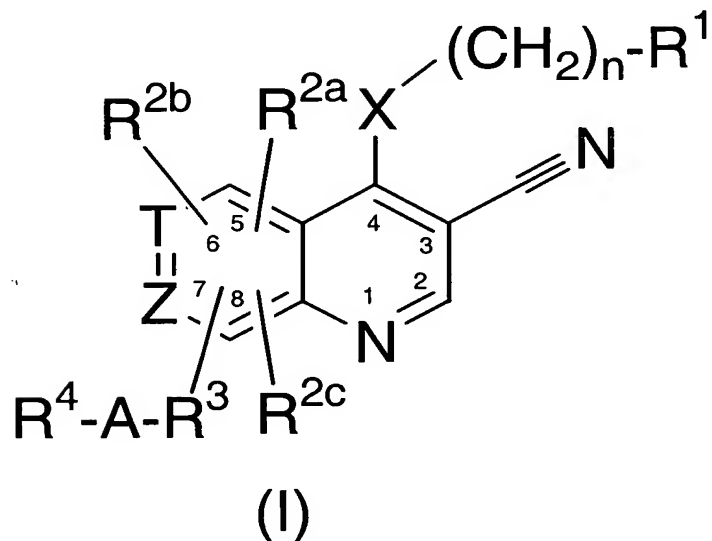


AMENDMENTS TO THE CLAIMS

1. (Currently Amended) A compound of Formula (I) represented by the structure:



wherein:

X is -NH-, -NR⁵-, -O-, or -S(O)_m-;

n is an integer of 0 or 1;

m is an integer of 0 to 2;

q is an integer of 0 to 5;

p is an integer of 2 to 5;

s is an integer of 0 to 5;

r is an integer of 0 to 5;

J is halogen;

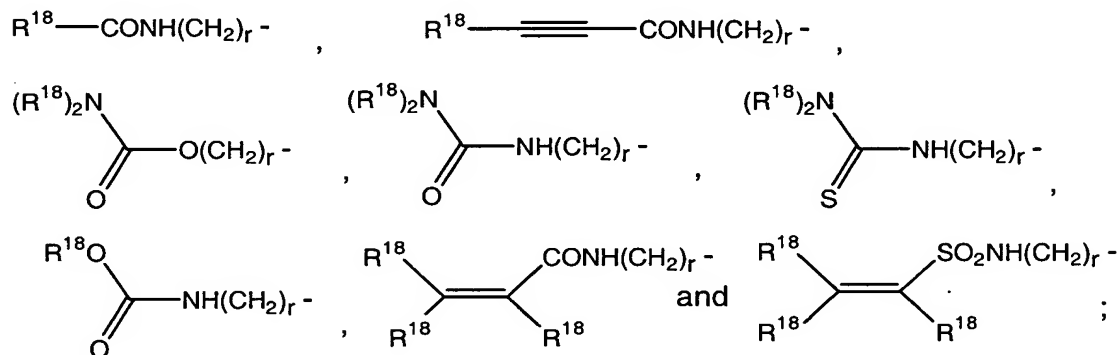
A is ~~(C(R⁹)₂)_r, C(O), C(O)(C(R⁹)₂)_r, (C(R⁹)₂)_rC(O), cycloalkyl-~~;

T is C and Z is N, ~~provided that both T and Z are not simultaneously N;~~

R^1 is a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms, 1 of which is N, or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NH₂SO₂R⁵, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -R⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -R⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q and YR⁸ groups wherein Y is independently selected from -C(O)-, -C(O)O-, -OC(O)-, -C(O)NH-, -NHC(O)-, -NH₂SO₂-, -SO₂NH-, -C(O)H-, -O(C(R⁹)₂)_q-, -S(O)_m(C(R⁹)₂)_q-, -NH(C(R⁹)₂)_q-, -NR¹⁰(C(R⁹)₂)_q-, -(C(R⁹)₂)_q-, -(C(R⁹)₂)_qO-, -(C(R⁹)₂)_qS(O)_m-, -(C(R⁹)₂)_qNH-, -(C(R⁹)₂)_qNR¹⁰-, -C≡C-, *cis* and *trans* -CH=CH- and cycloalkyl of 3 to 10 carbon atoms;

Q is -NR⁵R⁵ and further provided that when each R⁵ is independently selected from alkyl and alkenyl, R⁵R⁵ may optionally be taken together with the nitrogen atom to which they are attached forming a heterocyclyl ring of 3 to 8 atoms, optionally containing 1 or 2 additional heteroatoms which may be the same or different selected from N, O and S;

R^{2a}, R^{2b}, and R^{2c}, are each, independently selected from -H, -aryl, -CH₂aryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -S(O)_mR⁵, -NH₂SO₂R⁵, -R¹¹, -OR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶SH, -R⁶S(O)_mR⁵, -OR⁷OH, -OR⁷OR⁵, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q, -G-(C(R⁹)₂)_p-R¹², -(C(R⁹)₂)_q-R¹²,



G is -NH-, -NR¹⁰-, -O- or -S(O)_m-;

R³ is selected from alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S where the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH;

R⁴ is selected from -(C(R⁹)₂)_rH, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰,

-(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally

substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$;

R^5 is a monovalent group independently selected from alkyl of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R^6 is a divalent group selected from alkyl of 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R^7 is a divalent alkyl group of 2 to 6 carbon atoms;

R^8 is a cycloalkyl ring of 3 to 10 carbon atoms that may optionally be substituted with one or more alkyl groups of 1 to 6 carbon atoms; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from $-H$, $-aryl$, $-CH_2aryl$, $-NHaryl$, $-Oaryl$, $-S(O)_maryl$, $-J$, $-NO_2$, $-NH_2$, $-OH$, $-SH$, $-CN$, $-N_3$, $-COOH$, $-CONH_2$, $-NHC(O)NH_2$, $-C(O)H$, $-CF_3$, $-OCF_3$, $-R^5$, $-OR^5$, $-NHR^5$, $-Q$, $-S(O)_mR^5$, $-NHSO_2R^5$, $-R^{11}$, $-OR^{11}$, $-NHR^{11}$, $-R^6OH$, $-R^6OR^5$, $-R^6NH_2$, $-R^6NHR^5$, $-R^6Q$, $-R^6SH$, $-R^6S(O)_mR^5$, $-NHR^7OH$, $-NHR^7OR^5$, $-N(R^5)R^7OH$, $-R^6R^{12}$, $-N(R^5)R^7OR^5$, $-NHR^7NH_2$, $-NHR^7NHR^5$, $-NHR^7Q$, $-N(R^5)R^7NH_2$, $-N(R^5)R^7NHR^5$, $-N(R^5)R^7Q$, $-OR^7OH$, $-OR^7OR^5$, $-OR^7NH_2$, $-OR^7NHR^5$, $-OR^7Q$, $-OC(O)R^5$, $-NHC(O)R^5$, $-NHC(O)NHR^5$, $-OR^6C(O)R^5$, $-NHR^6C(O)R^5$, $-C(O)R^5$, $-C(O)OR^5$, $-C(O)NHR^5$,

$-C(O)Q$, $-R^6C(O)H$, $-R^6C(O)R^5$, $-R^6C(O)OH$, $-R^6C(O)OR^5$, $-R^6C(O)NH_2$, $-R^6C(O)NHR^5$, $-R^6C(O)Q$, $-R^6OC(O)R^5$, $-R^6OC(O)NH_2$, $-R^6OC(O)NHR^5$ and $-R^6OC(O)Q$; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which

may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NH₂SO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -R⁶R¹², -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NH₂SO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶R¹², -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q;

R⁹ is independently -H, -F or -R⁵;

R¹⁰ is an alkyl group of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms;

R¹¹ is a cycloalkyl group of 3 to 10 carbon atoms;

R¹² is -N(O)_n R¹³R¹⁴ or -N⁺(R¹⁰R¹³R¹⁴)J⁻;

provided that when R¹² is N(O)_n R¹³R¹⁴ and n is 1, R¹³ or R¹⁴ are not H;

R¹³ and R¹⁴ are independently selected from a group consisting of -H, -R⁵, -R¹¹, -(C(R⁹)₂)_qaryl-R¹⁵, -(C(R⁹)₂)_qheteroaryl-R¹⁵, -(C(R⁹)₂)_qheterocyclyl-R¹⁵, -(C(R⁹)₂)_pOR¹⁶, -(C(R⁹)₂)_pNR¹⁶R¹⁷, -(C(R⁹)₂)_pS(O)_mR¹⁶, -(C(R⁹)₂)_pCO₂R¹⁶, -(C(R⁹)₂)_pC(O)NHR¹⁶ and

-(C(R⁹)₂)_pC(O)R¹⁵; further provided that R¹³ and R¹⁴ may optionally be taken together with the nitrogen to which they are attached forming a heterocyclyl, heteroaryl or bicyclic heteroaryl ring optionally substituted on either nitrogen or carbon by one or more selected

from the group, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q\text{aryl}R^{15}$, $-(C(R^9)_2)_q\text{heteroaryl}R^{15}$, $-(C(R^9)_2)_q\text{heterocycl}R^{15}$, $-(C(R^9)_2)_q\text{CO}_2R^{16}$, $-(C(R^9)_2)_q\text{C(O)NHR}^{16}$, and $-(C(R^9)_2)_q\text{C(O)}R^{15}$; or optionally substituted on carbon by $-F$, $-(C(R^7)_2)_q\text{OR}^{16}$, $-(C(R^7)_2)_q\text{NR}^{16}R^{17}$, and $-(C(R^9)_2)_q\text{S(O)}_mR^{16}$; or optionally substituted on nitrogen by $-(C(R^9)_2)_p\text{OR}^{16}$, $-(C(R^9)_2)_p\text{NR}^{16}R^{17}$, and $-(C(R^9)_2)_p\text{S(O)}_mR^{16}$;

R^{15} is independently selected from a group consisting of $-H$, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q\text{aryl}$,

$-(C(R^9)_2)_q\text{heteroaryl}$, $-(C(R^9)_2)_q\text{heterocycl}$, $-(C(R^9)_2)_q\text{OH}$, $-(C(R^9)_2)_q\text{OR}^{10}$, $-(C(R^9)_2)_q\text{NH}_2$, $-(C(R^9)_2)_q\text{NHR}^{10}$, $-(C(R^9)_2)_qR^{10}$, $-(C(R^9)_2)_q\text{S(O)}_mR^{10}$, $-(C(R^9)_2)_q\text{CO}_2R^{10}$, $-(C(R^9)_2)_q\text{CONHR}^{10}$, $-(C(R^9)_2)_q\text{CONR}^{10}R^{10}$, $-(C(R^9)_2)_q\text{COR}^{10}$, $-(C(R^9)_2)_q\text{CO}_2\text{H}$, and $-(C(R^9)_2)_q\text{CONH}_2$;

R^{16} and R^{17} are independently selected from a group consisting of $-H$, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q\text{aryl}$, $-(C(R^9)_2)_q\text{heteroaryl}$, $-(C(R^9)_2)_q\text{heterocycl}$, $-(C(R^9)_2)_p\text{OH}$, $-(C(R^9)_2)_p\text{OR}^{10}$, $-(C(R^9)_2)_p\text{NH}_2$, $-(C(R^9)_2)_p\text{NHR}^{10}$, $-(C(R^9)_2)_p\text{NR}^{10}R^{10}$, $-(C(R^9)_2)_p\text{S(O)}_mR^{10}$, $-(C(R^9)_2)_p\text{CO}_2R^{10}$, $-(C(R^9)_2)_p\text{CONHR}^{10}$, $-(C(R^9)_2)_p\text{CONR}^{10}R^{10}$, $-(C(R^9)_2)_p\text{COR}^{10}$, $-(C(R^9)_2)_p\text{CO}_2\text{H}$, and $-(C(R^9)_2)_p\text{CONH}_2$;

R^{18} is independently selected from the group consisting of $-H$, $-\text{aryl}$, $-R^5$, $-R^6\text{NH}_2$, $-R^6\text{NHR}^5$ and $-R^6\text{Q}$;

provided that, the 6-position is substituted; ~~and or~~ a pharmaceutically acceptable salt thereof.

2. (original) The compound of claim 1, wherein X is $-\text{NH}-$, $-\text{NR}^5$, or $-\text{O}-$ or a pharmaceutically acceptable salt thereof.

3-4. (canceled)

5. (cancel)

6. (canceled)

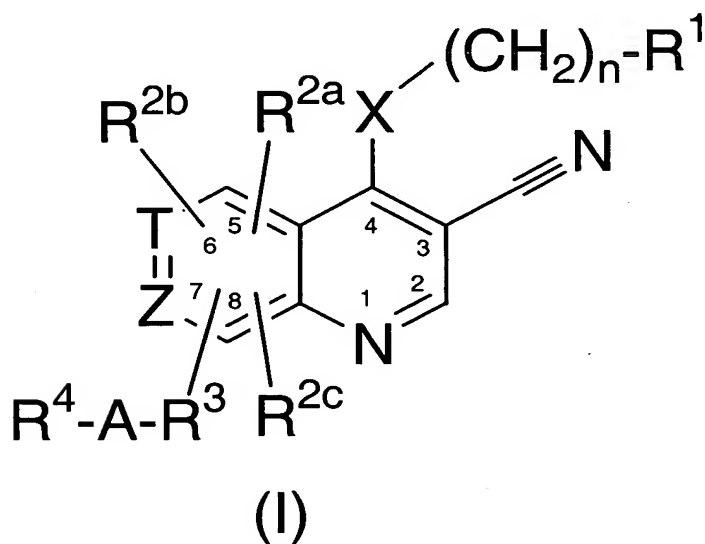
~~6-7.~~ (currently amended) The compound of claim 1, wherein ~~T is carbon~~, n is 0 and Z is ~~N~~ and X is $-\text{NH}-$ or a pharmaceutically acceptable salt thereof.

8-9. (canceled)

10. (currently amended) The compound of claim 1, wherein ~~T is carbon~~, Z is ~~N~~, X is $-\text{NH}-$, n is 0 and R^1 is aryl phenyl or a pharmaceutically acceptable salt thereof.

11-121. (canceled)

122. (currently amended) A method of treating, inhibiting the growth of, or eradicating neoplasms in a mammal in need thereof which comprises administering to said mammal an effective amount of a compound of Formula (I) having the structure:



wherein:

X is -NH-, -NR⁵-, -O-, or -S(O)_m-;

n is an integer of 0 or 1;

m is an integer of 0 to 2;

q is an integer of 0 to 5;

p is an integer of 2 to 5;

s is an integer of 0 to 5;

r is an integer of 0 to 5;

J is halogen;

A is ~~(C(R⁹))₂, C(O), C(O)(C(R⁹))₂, (C(R⁹))₂, C(O), cycloalkyl-~~;

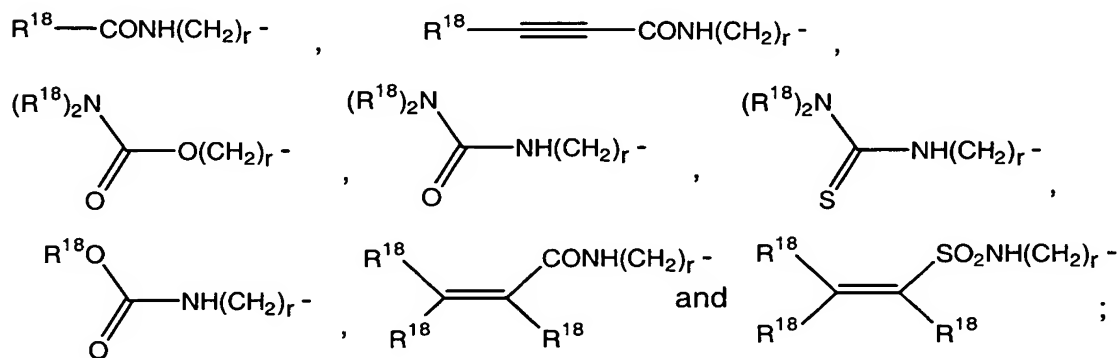
T is C and Z is N, ~~provided that both T and Z are not simultaneously N;~~

R¹ is

a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms, 1 of which is N, or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S—wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -R⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -R⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q and YR⁸ groups wherein Y is independently selected from -C(O)-, -C(O)O-, -OC(O)-, -C(O)NH-, -NHC(O)-, -NHSO₂-, -SO₂NH-, -C(OH)H-, -O(C(R⁹)₂)_q-, -S(O)_m(C(R⁹)₂)_q-, -NH(C(R⁹)₂)_q-, -NR¹⁰(C(R⁹)₂)_q-, -(C(R⁹)₂)_q-, -(C(R⁹)₂)_qO-, -(C(R⁹)₂)_qS(O)_m-, -(C(R⁹)₂)_qNH-, -(C(R⁹)₂)_qNR¹⁰-, -C≡C-, *cis* and *trans* -CH=CH- and cycloalkyl of 3 to 10 carbon atoms;

Q is -NR⁵R⁵ and further provided that when each R⁵ is independently selected from alkyl and alkenyl, R⁵R⁵ may optionally be taken together with the nitrogen atom to which they are attached forming a heterocyclyl ring of 3 to 8 atoms, optionally containing 1 or 2 additional heteroatoms which may be the same or different selected from N, O and S;

-R^{2a}, R^{2b}, and R^{2c}, are each, independently selected from -H, -aryl, -CH₂aryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶SH, -R⁶S(O)_mR⁵, -OR⁷OH, -OR⁷OR⁵, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q, -G-(C(R⁹)₂)_p-R¹², -(C(R⁹)₂)_q-R¹²,



G is -NH-, -NR¹⁰-, -O- or -S(O)_m-;

R^3 is selected from alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S where the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$;

R^4 is selected from $-(C(R^9)_2)_rH$, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$;

CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH;

R⁵ is a monovalent group independently selected from alkyl of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R⁶ is a divalent group selected from alkyl of 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R⁷ is a divalent alkyl group of 2 to 6 carbon atoms;

R⁸ is a cycloalkyl ring of 3 to 10 carbon atoms that may optionally be substituted with one or more alkyl groups of 1 to 6 carbon atoms; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NH₂SO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -R⁶R¹², -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -

COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NH₂SO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -R⁶R¹², -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NH₂SO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶R¹², -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q;

R⁹ is independently -H, -F or -R⁵;

R¹⁰ is an alkyl group of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms;

R¹¹ is a cycloalkyl group of 3 to 10 carbon atoms;

R¹² is -N(O)_n R¹³R¹⁴ or -N⁺(R¹⁰R¹³R¹⁴)J⁻;

provided that when R¹² is N(O)_n R¹³R¹⁴ and n is 1, R¹³ or R¹⁴ are not H;

R¹³ and R¹⁴ are independently selected from a group consisting of -H, -R⁵, -R¹¹, -(C(R⁹)₂)_qaryl-R¹⁵, -(C(R⁹)₂)_qheteroaryl-R¹⁵, -(C(R⁹)₂)_qheterocyclyl-R¹⁵, -(C(R⁹)₂)_pOR¹⁶, -(C(R⁹)₂)_pNR¹⁶R¹⁷, -(C(R⁹)₂)_pS(O)_mR¹⁶, -(C(R⁹)₂)_pCO₂R¹⁶, -(C(R⁹)₂)_pC(O)NHR¹⁶ and

-(C(R⁹)₂)_pC(O)R¹⁵; further provided that R¹³ and R¹⁴ may optionally be taken together with the nitrogen to which they are attached forming a heterocyclyl, heteroaryl or bicyclic heteroaryl ring optionally substituted on either nitrogen or carbon by one or more selected from the group, -R⁵, -R¹¹, -(C(R⁹)₂)_qarylR¹⁵, -(C(R⁹)₂)_qheteroarylR¹⁵, -(C(R⁹)₂)_qheterocyclylR¹⁵, -(C(R⁹)₂)_qCO₂R¹⁶, -(C(R⁹)₂)_qC(O)NHR¹⁶, and -(C(R⁹)₂)_qC(O)R¹⁵; or optionally substituted on carbon by -F, -(C(R⁷)₂)_qOR¹⁶, -(C(R⁷)₂)_qNR¹⁶R¹⁷, and

$-(C(R^9)_2)_qS(O)_mR^{16}$; or optionally substituted on nitrogen by $-(C(R^9)_2)_pOR^{16}$, $-(C(R^9)_2)_pNR^{16}R^{17}$, and $-(C(R^9)_2)_pS(O)_mR^{16}$;

R^{15} is independently selected from a group consisting of $-H$, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_qaryl$,

$-(C(R^9)_2)_qheteroaryl$, $-(C(R^9)_2)_qheterocyclyl$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qR^{10}$, $-(C(R^9)_2)_qS(O)_mR^{10}$, $-(C(R^9)_2)_qCO_2R^{10}$,

$-(C(R^9)_2)_qCONHR^{10}$, $-(C(R^9)_2)_qCONR^{10}R^{10}$, $-(C(R^9)_2)_qCOR^{10}$, $-(C(R^9)_2)_qCO_2H$, and $-(C(R^9)_2)_qCONH_2$;

R^{16} and R^{17} are independently selected from a group consisting of $-H$, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_qaryl$, $-(C(R^9)_2)_qheteroaryl$, $-(C(R^9)_2)_qheterocyclyl$, $-(C(R^9)_2)_pOH$, $-(C(R^9)_2)_pOR^{10}$, $-(C(R^9)_2)_pNH_2$, $-(C(R^9)_2)_pNHR^{10}$, $-(C(R^9)_2)_pNR^{10}R^{10}$, $-(C(R^9)_2)_pS(O)_mR^{10}$, $-(C(R^9)_2)_pCO_2R^{10}$, $-(C(R^9)_2)_pCONHR^{10}$, $-(C(R^9)_2)_pCONR^{10}R^{10}$, $-(C(R^9)_2)_pCOR^{10}$, $-(C(R^9)_2)_pCO_2H$, and $-(C(R^9)_2)_pCONH_2$;

R^{18} is independently selected from the group consisting of $-H$, $-aryl$, $-R^5$, $-R^6NH_2$, $-R^6NHR^5$ and $-R^6Q$;

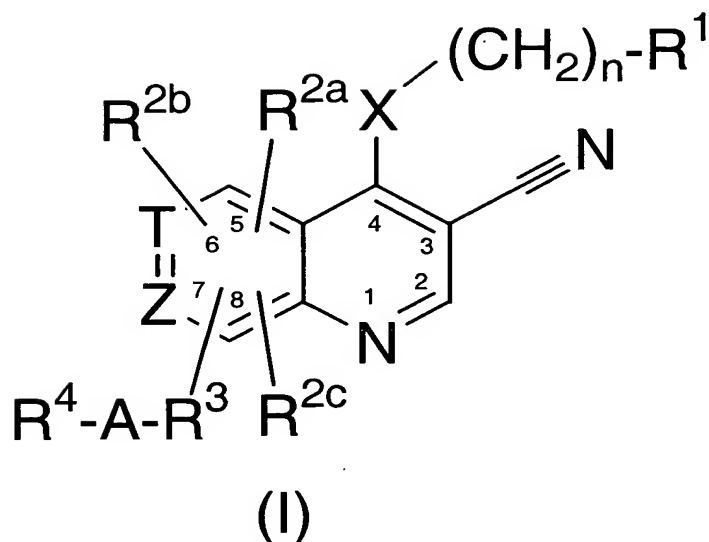
provided that, the 6-position is substituted;

or a pharmaceutically acceptable salt thereof.

123. (original) The method according to claim 122 wherein the neoplasm is selected from the group consisting of breast, kidney, bladder, mouth, larynx, esophagus, stomach, colon, ovary, lung, pancreas, skin, liver, prostate and brain.

124 - 136 (cancel)

137- (currently amended) A method of treating, inhibiting the progression of, or eradicating polycystic kidney disease in a mammal in need thereof which comprises administering to said mammal an effective amount of a compound of Formula (I) having the structure:



wherein:

X is -NH-, -NR⁵-, -O-, or -S(O)_m-;

n is an integer of 0 or 1;

m is an integer of 0 to 2;

q is an integer of 0 to 5;

p is an integer of 2 to 5;

s is an integer of 0 to 5;

r is an integer of 0 to 5;

J is halogen;

A is $-(C(R^8)_{2f})_r-C(O)-C(O)(C(R^8)_{2f})_r-(C(R^8)_{2f})_r-C(O)-$ cycloalkyl-;

T is C and Z is N, provided that both T and Z are not simultaneously N;

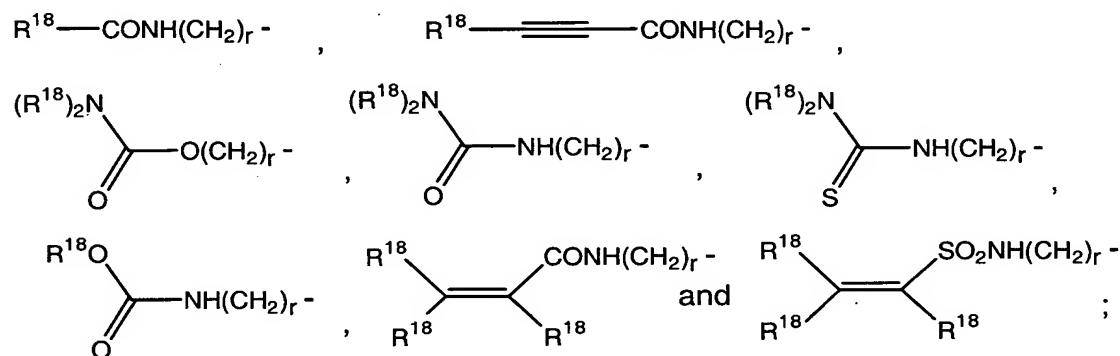
R¹ is

a heteroaryl ring having 6 atoms containing 1 to 3 heteroatoms, 1 of which is N, wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -

OR⁷OH, -R⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -R⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q and YR⁸ groups wherein Y is independently selected from -C(O)-, -C(O)O-, -OC(O)-, -C(O)NH-, -NHC(O)-, -NHSO₂-, -SO₂NH-, -C(OH)H-, -O(C(R⁹)₂)_q-, -S(O)_m(C(R⁹)₂)_q-, -NH(C(R⁹)₂)_q-, -NR¹⁰(C(R⁹)₂)_q-, -(C(R⁹)₂)_q-, -(C(R⁹)₂)_qO-, -(C(R⁹)₂)_qS(O)_m-, -(C(R⁹)₂)_qNH-, -(C(R⁹)₂)_qNR¹⁰-, -C≡C-, *cis* and *trans* -CH=CH- and cycloalkyl of 3 to 10 carbon atoms;

-Q is -NR⁵R⁵ and further provided that when each R⁵ is independently selected from alkyl and alkenyl, R⁵R⁵ may optionally be taken together with the nitrogen atom to which they are attached forming a heterocyclyl ring of 3 to 8 atoms, optionally containing 1 or 2 additional heteroatoms which may be the same or different selected from N, O and S;

R^{2a}, R^{2b}, and R^{2c}, are each, independently selected from -H, -aryl, -CH₂aryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶SH, -R⁶S(O)_mR⁵, -OR⁷OH, -OR⁷OR⁵, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q, -G-(C(R⁹)₂)_p-R¹², -(C(R⁹)₂)_q-R¹²,



G is -NH-, -NR¹⁰-, -O- or -S(O)_m-;

R³ is selected from alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -

(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S where the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH;

R⁴ is selected from -(C(R⁹)₂)_rH, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -

CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH;

R⁵ is a monovalent group independently selected from alkyl of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R⁶ is a divalent group selected from alkyl of 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R⁷ is a divalent alkyl group of 2 to 6 carbon atoms;

R⁸ is a cycloalkyl ring of 3 to 10 carbon atoms that may optionally be substituted with one or more alkyl groups of 1 to 6 carbon atoms; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -R⁶R¹², -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -R⁶R¹², -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵,

$R^6C(O)NH_2$, $-R^6C(O)NHR^5$, $-R^6C(O)Q$, $-R^6OC(O)R^5$, $-R^6OC(O)NH_2$, $-R^6OC(O)NHR^5$ and $-R^6OC(O)Q$; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, $-CH_2$ aryl, -NHaryl, -Oaryl, $-S(O)_m$ aryl, -J, $-NO_2$, $-NH_2$, -OH, -SH, -CN, $-N_3$, $-COOH$, $-CONH_2$, $-NHC(O)NH_2$, $-C(O)H$, $-CF_3$, $-OCF_3$, $-R^5$, $-OR^5$, $-NHR^5$, -Q, $-S(O)_mR^5$, $-NHSO_2R^5$, $-R^{11}$, $-OR^{11}$, $-NHR^{11}$, $-R^6OH$, $-R^6OR^5$, $-R^6NH_2$, $-R^6NHR^5$, $-R^6Q$, $-R^6SH$, $-R^6R^{12}$, $-R^6S(O)_mR^5$, $-NHR^7OH$, $-NHR^7OR^5$, $-N(R^5)R^7OH$, $-N(R^5)R^7OR^5$, $-NHR^7NH_2$, $-NHR^7NHR^5$, $-NHR^7Q$, $-N(R^5)R^7NH_2$, $-N(R^5)R^7NHR^5$, $-N(R^5)R^7Q$, $-OR^7OH$, $-OR^7OR^5$, $-OR^7NH_2$, $-OR^7NHR^5$, $-OR^7Q$, $-OC(O)R^5$, $-NHC(O)R^5$, $-NHC(O)NHR^5$, $-OR^6C(O)R^5$, $-NHR^6C(O)R^5$, $-C(O)R^5$, $-C(O)OR^5$, $-C(O)NHR^5$, $-C(O)Q$, $-R^6C(O)H$, $-R^6C(O)R^5$, $-R^6C(O)OH$, $-R^6C(O)OR^5$, $-R^6C(O)NH_2$, $-R^6C(O)NHR^5$, $-R^6C(O)Q$, $-R^6OC(O)R^5$, $-R^6OC(O)NH_2$, $-R^6OC(O)NHR^5$ and $-R^6OC(O)Q$;

R^9 is independently -H, -F or $-R^5$;

R^{10} is an alkyl group of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms;

R^{11} is a cycloalkyl group of 3 to 10 carbon atoms;

R^{12} is $-N(O)_n R^{13}R^{14}$ or $-N^+(R^{10}R^{13}R^{14})J^-$;

provided that when R^{12} is $N(O)_n R^{13}R^{14}$ and n is 1, R^{13} or R^{14} are not H;

R^{13} and R^{14} are independently selected from a group consisting of -H, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q$ aryl- R^{15} , $-(C(R^9)_2)_q$ heteroaryl- R^{15} , $-(C(R^9)_2)_q$ heterocyclyl- R^{15} , $-(C(R^9)_2)_p$ OR 16 , $-(C(R^9)_2)_p$ NR $^{16}R^{17}$, $-(C(R^9)_2)_pS(O)_mR^{16}$, $-(C(R^9)_2)_pCO_2R^{16}$, $-(C(R^9)_2)_pC(O)NHR^{16}$ and

$-(C(R^9)_2)_pC(O)R^{15}$; further provided that R^{13} and R^{14} may optionally be taken together with the nitrogen to which they are attached forming a heterocyclyl, heteroaryl or bicyclic heteroaryl ring optionally substituted on either nitrogen or carbon by one or more selected from the group, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q$ aryl R^{15} , $-(C(R^9)_2)_q$ heteroaryl R^{15} , $-(C(R^9)_2)_q$ heterocyclyl R^{15} , $-(C(R^9)_2)_qCO_2R^{16}$, $-(C(R^9)_2)_qC(O)NHR^{16}$, and $-(C(R^9)_2)_qC(O)R^{15}$; or optionally substituted on carbon by -F, $-(C(R^7)_2)_q$ OR 16 , $-(C(R^7)_2)_q$ NR $^{16}R^{17}$, and $-(C(R^9)_2)_qS(O)_mR^{16}$; or optionally substituted on nitrogen by $-(C(R^9)_2)_p$ OR 16 , $-(C(R^9)_2)_p$ NR $^{16}R^{17}$, and $-(C(R^9)_2)_pS(O)_mR^{16}$;

R^{15} is independently selected from a group consisting of -H, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q$ aryl,

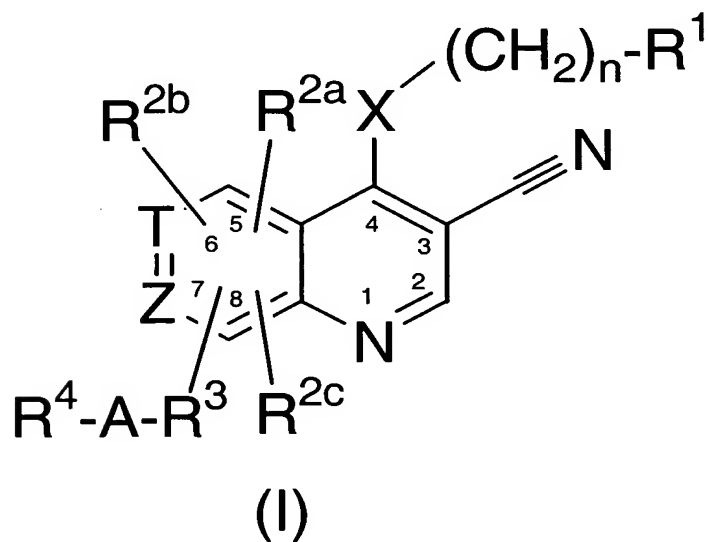
$-(C(R^9)_2)_q$ heteroaryl, $-(C(R^9)_2)_q$ heterocyclyl, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qR^{10}$, $-(C(R^9)_2)_qS(O)_mR^{10}$, $-(C(R^9)_2)_qCO_2R^{10}$, $-(C(R^9)_2)_qCONHR^{10}$, $-(C(R^9)_2)_qCONR^{10}R^{10}$, $-(C(R^9)_2)_qCOR^{10}$, $-(C(R^9)_2)_qCO_2H$, and $-(C(R^9)_2)_qCONH_2$;

R^{16} and R^{17} are independently selected from a group consisting of $-H$, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q$ aryl, $-(C(R^9)_2)_q$ heteroaryl, $-(C(R^9)_2)_q$ heterocyclyl, $-(C(R^9)_2)_pOH$, $-(C(R^9)_2)_pOR^{10}$, $-(C(R^9)_2)_pNH_2$, $-(C(R^9)_2)_pNHR^{10}$, $-(C(R^9)_2)_pNR^{10}R^{10}$, $-(C(R^9)_2)_pS(O)_mR^{10}$, $-(C(R^9)_2)_pCO_2R^{10}$, $-(C(R^9)_2)_pCONHR^{10}$, $-(C(R^9)_2)_pCONR^{10}R^{10}$, $-(C(R^9)_2)_pCOR^{10}$, $-(C(R^9)_2)_pCO_2H$, and $-(C(R^9)_2)_pCONH_2$;

R^{18} is independently selected from the group consisting of $-H$, $-aryl$, $-R^5$, $-R^6NH_2$, $-R^6NHR^5$ and $-R^6Q$; provided that, the 6-position is substituted

or a pharmaceutically acceptable salt thereof.

138. (Currently Amended) A method of treating, inhibiting the progression of, or eradicating polycystic kidney disease in a mammal in need thereof which comprises administering to said mammal an effective amount of a compound of Formula (I) having the structure:



wherein:

X is $-NH-$, $-NR^5-$, $-O-$, or $-S(O)_m-$;

n is an integer of 0 or 1;

m is an integer of 0 to 2;

q is an integer of 0 to 5;

p is an integer of 2 to 5;

s is an integer of 0 to 5;

r is an integer of 0 to 5;

J is halogen;

A is ~~(C(R⁹)₂)_r, C(O), C(O)(C(R⁹)₂)_r, (C(R⁹)₂)_rC(O),~~ cycloalkyl-;

T is C and Z is N, ~~provided that both T and Z are not simultaneously N;~~

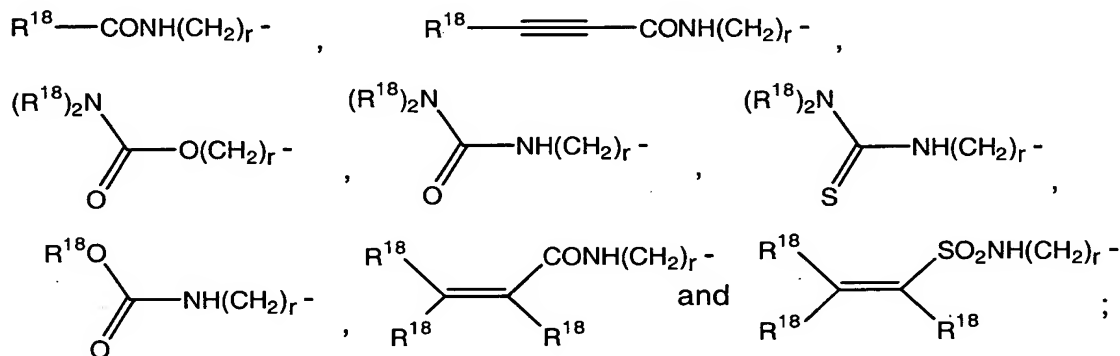
R¹ is

a heteroaryl ring having 6 atoms containing 1 to 3 heteroatoms, 1 of which is N, ~~or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S~~ wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -R⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -R⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q and YR⁸ groups wherein Y is independently selected from -C(O)-, -C(O)O-, -OC(O)-, -C(O)NH-, -NHC(O)-, -NHSO₂-, -SO₂NH-, -C(OH)H-, -O(C(R⁹)₂)_q-, -S(O)_m(C(R⁹)₂)_q-, -NH(C(R⁹)₂)_q-, -NR¹⁰(C(R⁹)₂)_q-, -(C(R⁹)₂)_q-, -(C(R⁹)₂)_qO-, -(C(R⁹)₂)_qS(O)_m-, -(C(R⁹)₂)_qNH-, -(C(R⁹)₂)_qNR¹⁰-, -C≡C-, *cis* and *trans* -CH=CH- and cycloalkyl of 3 to 10 carbon atoms;

Q is -NR⁵R⁵ and further provided that when each R⁵ is independently selected from alkyl and alkenyl, R⁵R⁵ may optionally be taken together with the nitrogen atom to which they are attached forming a heterocyclyl ring of 3 to 8 atoms, optionally containing 1 or 2 additional heteroatoms which may be the same or different selected from N, O and S;

R^{2a}, R^{2b}, and R^{2c}, are each, independently selected from -H, -aryl, -CH₂aryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -

OCF₃, -R⁵, -OR⁵, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶SH, -R⁶S(O)_mR⁵, -OR⁷OH, -OR⁷OR⁵, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q, -G-(C(R⁹)₂)_p-R¹², -(C(R⁹)₂)_q-R¹²,



G is -NH-, -NR¹⁰-, -O- or -S(O)_m-;

R³ is selected from alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S where the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -

CN, $-\text{CO}_2\text{H}$, $-\text{CONH}_2$, $-\text{CO}_2\text{R}^{10}$, $-\text{CONHR}^{10}$, $-\text{COR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{OH}$, $-(\text{C}(\text{R}^9)_2)_q\text{OR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{NHR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{J}$, $-(\text{C}(\text{R}^9)_2)_q\text{NH}_2$, $-(\text{C}(\text{R}^9)_2)_r\text{H}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OR}^{10}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{R}^{12}$, and $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OH}$;

R^4 is selected from $-(\text{C}(\text{R}^9)_2)_r\text{H}$, optionally substituted with one or more of $-\text{R}^{10}$, $-(\text{C}(\text{R}^9)_2)_s\text{R}^{12}$, $-\text{CHO}$, 1,3-dioxolane, $-\text{NO}_2$, $-\text{CN}$, $-\text{CO}_2\text{H}$, $-\text{CONH}_2$, $-\text{CO}_2\text{R}^{10}$, $-\text{CONHR}^{10}$, $-\text{COR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{OH}$, $-(\text{C}(\text{R}^9)_2)_q\text{OR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{NHR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{J}$, $-(\text{C}(\text{R}^9)_2)_q\text{NH}_2$, $-(\text{C}(\text{R}^9)_2)_r\text{H}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OR}^{10}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{R}^{12}$, and $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OH}$; alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-\text{R}^{10}$, $-(\text{C}(\text{R}^9)_2)_s\text{R}^{12}$, $-\text{CHO}$, 1,3-dioxolane, $-\text{NO}_2$, $-\text{CN}$, $-\text{CO}_2\text{H}$, $-\text{CONH}_2$, $-\text{CO}_2\text{R}^{10}$, $-\text{CONHR}^{10}$, $-\text{COR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{OH}$, $-(\text{C}(\text{R}^9)_2)_q\text{OR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{NHR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{J}$, $-(\text{C}(\text{R}^9)_2)_q\text{NH}_2$, $-(\text{C}(\text{R}^9)_2)_r\text{H}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OR}^{10}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{R}^{12}$, and $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OH}$; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-\text{R}^{10}$, $-(\text{C}(\text{R}^9)_2)_s\text{R}^{12}$, $-\text{CHO}$, 1,3-dioxolane, $-\text{NO}_2$, $-\text{CN}$, $-\text{CO}_2\text{H}$, $-\text{CONH}_2$, $-\text{CO}_2\text{R}^{10}$, $-\text{CONHR}^{10}$, $-\text{COR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{OH}$, $-(\text{C}(\text{R}^9)_2)_q\text{OR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{NHR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{J}$, $-(\text{C}(\text{R}^9)_2)_q\text{NH}_2$, $-(\text{C}(\text{R}^9)_2)_r\text{H}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OR}^{10}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{R}^{12}$, and $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OH}$; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from $-\text{R}^{10}$, $-(\text{C}(\text{R}^9)_2)_s\text{R}^{12}$, $-\text{CHO}$, 1,3-dioxolane, $-\text{NO}_2$, $-\text{CN}$, $-\text{CO}_2\text{H}$, $-\text{CONH}_2$, $-\text{CO}_2\text{R}^{10}$, $-\text{CONHR}^{10}$, $-\text{COR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{OH}$, $-(\text{C}(\text{R}^9)_2)_q\text{OR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{NHR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{J}$, $-(\text{C}(\text{R}^9)_2)_q\text{NH}_2$, $-(\text{C}(\text{R}^9)_2)_r\text{H}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OR}^{10}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{R}^{12}$, and $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OH}$; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-\text{R}^{10}$, $-(\text{C}(\text{R}^9)_2)_s\text{R}^{12}$, $-\text{CHO}$, 1,3-dioxolane, $-\text{NO}_2$, $-\text{CN}$, $-\text{CO}_2\text{H}$, $-\text{CONH}_2$, $-\text{CO}_2\text{R}^{10}$, $-\text{CONHR}^{10}$, $-\text{COR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{OH}$, $-(\text{C}(\text{R}^9)_2)_q\text{OR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{NHR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{J}$, $-(\text{C}(\text{R}^9)_2)_q\text{NH}_2$, $-(\text{C}(\text{R}^9)_2)_r\text{H}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OR}^{10}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{R}^{12}$, and $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OH}$; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-\text{R}^{10}$, $-(\text{C}(\text{R}^9)_2)_s\text{R}^{12}$, $-\text{CHO}$, 1,3-dioxolane, $-\text{NO}_2$, $-\text{CN}$, $-\text{CO}_2\text{H}$, $-\text{CONH}_2$, $-\text{CO}_2\text{R}^{10}$, $-\text{CONHR}^{10}$, $-\text{COR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{OH}$, $-(\text{C}(\text{R}^9)_2)_q\text{OR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{NHR}^{10}$, $-(\text{C}(\text{R}^9)_2)_q\text{J}$, $-(\text{C}(\text{R}^9)_2)_q\text{NH}_2$, $-(\text{C}(\text{R}^9)_2)_r\text{H}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OR}^{10}$, $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{R}^{12}$, and $-\text{G}(\text{C}(\text{R}^9)_2)_p\text{OH}$;

R^5 is a monovalent group independently selected from alkyl of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R^6 is a divalent group selected from alkyl of 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R⁷ is a divalent alkyl group of 2 to 6 carbon atoms;

R⁸ is a cycloalkyl ring of 3 to 10 carbon atoms that may optionally be substituted with one or more alkyl groups of 1 to 6 carbon atoms; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -R⁶R¹², -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -R⁶R¹², -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶R¹², -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q;

R⁹ is independently -H, -F or -R⁵;

R¹⁰ is an alkyl group of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms;

R¹¹ is a cycloalkyl group of 3 to 10 carbon atoms;

R¹² is -N(O)_n R¹³R¹⁴ or -N⁺(R¹⁰R¹³R¹⁴)J⁻;

provided that when R¹² is N(O)_n R¹³R¹⁴ and n is 1, R¹³ or R¹⁴ are not H;

R¹³ and R¹⁴ are independently selected from a group consisting of -H, -R⁵, -R¹¹, -(C(R⁹)₂)_qaryl-R¹⁵, -(C(R⁹)₂)_qheteroaryl-R¹⁵, -(C(R⁹)₂)_qheterocyclyl-R¹⁵, -(C(R⁹)₂)_pOR¹⁶, -(C(R⁹)₂)_pNR¹⁶R¹⁷, -(C(R⁹)₂)_pS(O)_mR¹⁶, -(C(R⁹)₂)_pCO₂R¹⁶, -(C(R⁹)₂)_pC(O)NHR¹⁶ and

-(C(R⁹)₂)_pC(O)R¹⁵; further provided that R¹³ and R¹⁴ may optionally be taken together with the nitrogen to which they are attached forming a heterocyclyl, heteroaryl or bicyclyl heteroaryl ring optionally substituted on either nitrogen or carbon by one or more selected from the group, -R⁵, -R¹¹, -(C(R⁹)₂)_qarylR¹⁵, -(C(R⁹)₂)_qheteroarylR¹⁵, -(C(R⁹)₂)_qheterocyclylR¹⁵, -(C(R⁹)₂)_qCO₂R¹⁶, -(C(R⁹)₂)_qC(O)NHR¹⁶, and -(C(R⁹)₂)_qC(O)R¹⁵; or optionally substituted on carbon by -F, -(C(R⁷)₂)_qOR¹⁶, -(C(R⁷)₂)_qNR¹⁶R¹⁷, and -(C(R⁹)₂)_qS(O)_mR¹⁶; or optionally substituted on nitrogen by -(C(R⁹)₂)_pOR¹⁶, -(C(R⁹)₂)_pNR¹⁶R¹⁷, and -(C(R⁹)₂)_pS(O)_mR¹⁶;

R¹⁵ is independently selected from a group consisting of -H, -R⁵, -R¹¹, -(C(R⁹)₂)_qaryl,

-(C(R⁹)₂)_qheteroaryl, -(C(R⁹)₂)_qheterocyclyl, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qR¹⁰, -(C(R⁹)₂)_qS(O)_mR¹⁰, -(C(R⁹)₂)_qCO₂R¹⁰, -(C(R⁹)₂)_qCONHR¹⁰, -(C(R⁹)₂)_qCONR¹⁰R¹⁰, -(C(R⁹)₂)_qCOR¹⁰, -(C(R⁹)₂)_qCO₂H, and -(C(R⁹)₂)_qCONH₂;

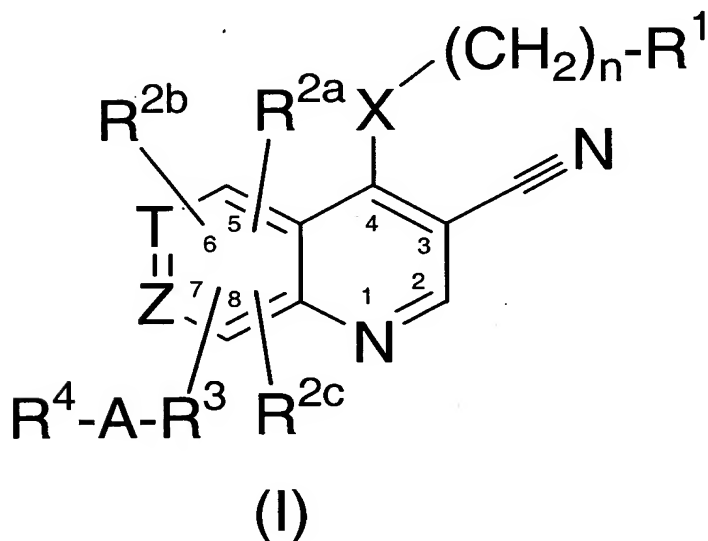
R¹⁶ and R¹⁷ are independently selected from a group consisting of -H, -R⁵, -R¹¹, -(C(R⁹)₂)_qaryl, -(C(R⁹)₂)_qheteroaryl, -(C(R⁹)₂)_qheterocyclyl, -(C(R⁹)₂)_pOH, -(C(R⁹)₂)_pOR¹⁰, -(C(R⁹)₂)_pNH₂, -(C(R⁹)₂)_pNHR¹⁰, -(C(R⁹)₂)_pNR¹⁰R¹⁰, -(C(R⁹)₂)_pS(O)_mR¹⁰, -(C(R⁹)₂)_pCO₂R¹⁰, -(C(R⁹)₂)_pCONHR¹⁰, -(C(R⁹)₂)_pCONR¹⁰R¹⁰, -(C(R⁹)₂)_pCOR¹⁰, -(C(R⁹)₂)_pCO₂H, and -(C(R⁹)₂)_pCONH₂;

R¹⁸ is independently selected from the group consisting of -H, -aryl, -R⁵, -R⁶NH₂, -R⁶NHR⁵ and -R⁶Q;

provided that, the 6-position is substituted; or a pharmaceutically acceptable salt thereof.

139 - 141 (cancel)

142. (Currently Amended) A method of treating or inhibiting the progression of restenosis in a mammal in need thereof which comprises providing to said mammal an effective amount of a PDGFr kinase inhibitor of Formula (I), having the structure



wherein:

X is -NH-, -NR⁵-, -O-, or -S(O)_m-;

n is an integer of 0 or 1;

m is an integer of 0 to 2;

q is an integer of 0 to 5;

p is an integer of 2 to 5;

s is an integer of 0 to 5;

r is an integer of 0 to 5;

J is halogen;

A is ~~(C(R⁸))₂, C(O), C(O)(C(R⁸))₂, (C(R⁸))₂, C(O), cycloalkyl-~~

T is C and Z is N, ~~provided that both T and Z are not simultaneously N;~~

R¹ is

a heteroaryl ring having 6 atoms containing 1 to 3 heteroatoms, 1 of which is N, ~~or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S~~ wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -J, -NO₂, -NH₂,

-OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -R⁷OR⁵,

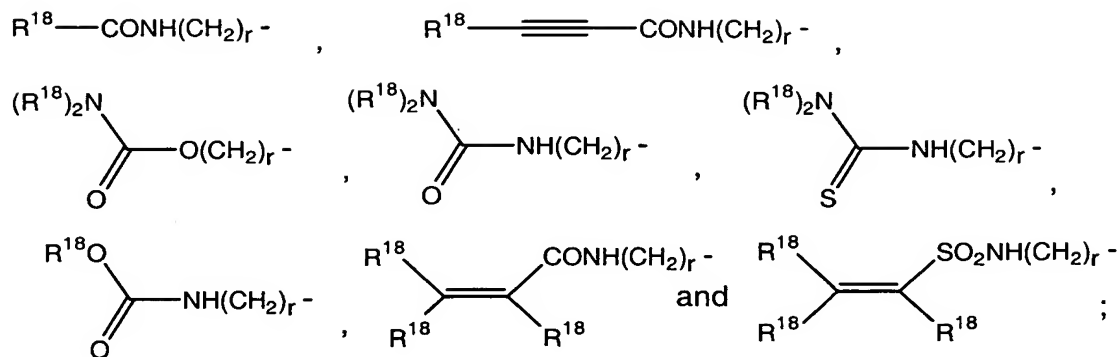
-OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -R⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵,

-R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q and YR⁸ groups wherein Y is independently selected from -C(O)-, -C(O)O-, -OC(O)-, -C(O)NH-, -NHC(O)-,

-NHSO₂-, -SO₂NH-, -C(OH)H-, -O(C(R⁹)₂)_q-, -S(O)_m(C(R⁹)₂)_q-, -NH(C(R⁹)₂)_q-, -NR¹⁰(C(R⁹)₂)_q-, (C(R⁹)₂)_q-, -(C(R⁹)₂)_qO-, -(C(R⁹)₂)_qS(O)_m-, -(C(R⁹)₂)_qNH-, -(C(R⁹)₂)_qNR¹⁰-, -C≡C-, *cis* and *trans* -CH=CH- and cycloalkyl of 3 to 10 carbon atoms;

Q is -NR⁵R⁵ and further provided that when each R⁵ is independently selected from alkyl and alkenyl, R⁵R⁵ may optionally be taken together with the nitrogen atom to which they are attached forming a heterocyclyl ring of 3 to 8 atoms, optionally containing 1 or 2 additional heteroatoms which may be the same or different selected from N, O and S;

R^{2a}, R^{2b}, and R^{2c}, are each, independently selected from -H, -aryl, -CH₂aryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶SH, -R⁶S(O)_mR⁵, -OR⁷OH, -OR⁷OR⁵, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q, -G-(C(R⁹)₂)_p-R¹², -(C(R⁹)₂)_q-R¹²,



G is -NH-, -NR¹⁰-, -O- or -S(O)_m-;

R³ is selected from alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S where the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH;

R^4 is selected from $-(C(R^9)_2)_rH$, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$;

R^5 is a monovalent group independently selected from alkyl of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R^6 is a divalent group selected from alkyl of 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R^7 is a divalent alkyl group of 2 to 6 carbon atoms;

R^8 is a cycloalkyl ring of 3 to 10 carbon atoms that may optionally be substituted with one or more alkyl groups of 1 to 6 carbon atoms; aryl of 6 to 12 carbon atoms optionally substituted

with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -R⁶R¹², -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -R⁶R¹², -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶R¹², -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q;

R⁹ is independently -H, -F or -R⁵;

R¹⁰ is an alkyl group of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms;

R¹¹ is a cycloalkyl group of 3 to 10 carbon atoms;

R^{12} is $-N(O)_n R^{13}R^{14}$ or $-N^+(R^{10}R^{13}R^{14})J^-$;

provided that when R^{12} is $N(O)_n R^{13}R^{14}$ and n is 1, R^{13} or R^{14} are not H;

R^{13} and R^{14} are independently selected from a group consisting of -H, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q\text{aryl}-R^{15}$, $-(C(R^9)_2)_q\text{heteroaryl}-R^{15}$, $-(C(R^9)_2)_q\text{heterocyclyl}-R^{15}$, $-(C(R^9)_2)_pOR^{16}$, $-(C(R^9)_2)_pNR^{16}R^{17}$, $-(C(R^9)_2)_pS(O)_mR^{16}$, $-(C(R^9)_2)_pCO_2R^{16}$, $-(C(R^9)_2)_pC(O)NHR^{16}$ and $-(C(R^9)_2)_pC(O)R^{15}$; further provided that R^{13} and R^{14} may optionally be taken together with the nitrogen to which they are attached forming a heterocyclyl, heteroaryl or bicycyl heteroaryl ring optionally substituted on either nitrogen or carbon by one or more selected from the group, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q\text{aryl}R^{15}$, $-(C(R^9)_2)_q\text{heteroaryl}R^{15}$, $-(C(R^9)_2)_q\text{heterocyclyl}R^{15}$, $-(C(R^9)_2)_qCO_2R^{16}$, $-(C(R^9)_2)_qC(O)NHR^{16}$, and $-(C(R^9)_2)_qC(O)R^{15}$; or optionally substituted on carbon by -F, $-(C(R^7)_2)_qOR^{16}$, $-(C(R^7)_2)_qNR^{16}R^{17}$, and $-(C(R^9)_2)_qS(O)_mR^{16}$; or optionally substituted on nitrogen by $-(C(R^9)_2)_pOR^{16}$, $-(C(R^9)_2)_pNR^{16}R^{17}$, and $-(C(R^9)_2)_pS(O)_mR^{16}$;

R^{15} is independently selected from a group consisting of -H, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q\text{aryl}$, $-(C(R^9)_2)_q\text{heteroaryl}$, $-(C(R^9)_2)_q\text{heterocyclyl}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qR^{10}$, $-(C(R^9)_2)_qS(O)_mR^{10}$, $-(C(R^9)_2)_qCO_2R^{10}$, $-(C(R^9)_2)_qCONHR^{10}$, $-(C(R^9)_2)_qCONR^{10}R^{10}$, $-(C(R^9)_2)_qCOR^{10}$, $-(C(R^9)_2)_qCO_2H$, and $-(C(R^9)_2)_qCONH_2$;

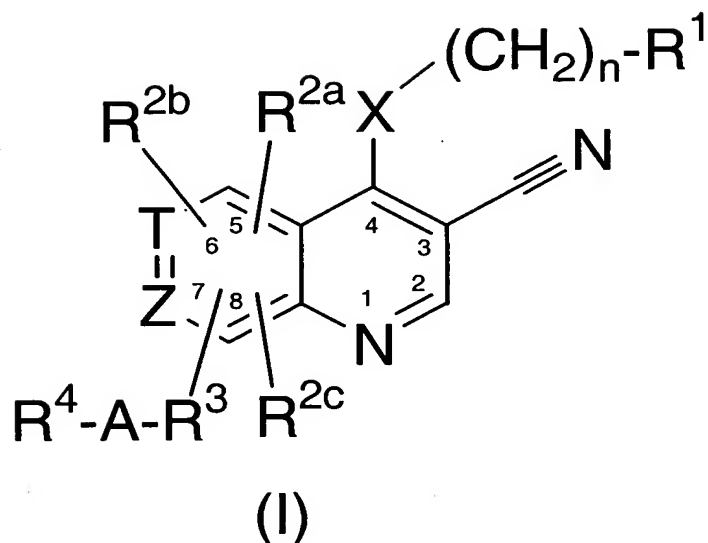
R^{16} and R^{17} are independently selected from a group consisting of -H, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q\text{aryl}$, $-(C(R^9)_2)_q\text{heteroaryl}$, $-(C(R^9)_2)_q\text{heterocyclyl}$, $-(C(R^9)_2)_pOH$, $-(C(R^9)_2)_pOR^{10}$, $-(C(R^9)_2)_pNH_2$, $-(C(R^9)_2)_pNHR^{10}$, $-(C(R^9)_2)_pNR^{10}R^{10}$, $-(C(R^9)_2)_pS(O)_mR^{10}$, $-(C(R^9)_2)_pCO_2R^{10}$, $-(C(R^9)_2)_pCONHR^{10}$, $-(C(R^9)_2)_pCONR^{10}R^{10}$, $-(C(R^9)_2)_pCOR^{10}$, $-(C(R^9)_2)_pCO_2H$, and $-(C(R^9)_2)_pCONH_2$;

R^{18} is independently selected from the group consisting of -H, -aryl, $-R^5$, $-R^6NH_2$, $-R^6NHR^5$ and $-R^6Q$;

provided that, the 6-position is substituted; or a pharmaceutically acceptable salt thereof.

143 – 144 (cancel)

145. (Currently Amended) A method of treating or inhibiting the progression of osteoporosis in a mammal in need thereof which comprises providing to said mammal an effective amount of a Src kinase inhibitor of Formula (I), having the structure



wherein:

X is -NH- , $\text{-NR}^5\text{-}$, -O- , or $\text{-S(O)}_m\text{-}$;

n is an integer of 0 or 1;

m is an integer of 0 to 2;

q is an integer of 0 to 5;

p is an integer of 2 to 5;

s is an integer of 0 to 5;

r is an integer of 0 to 5;

J is halogen;

A is ~~$\text{-(C(R}^9\text{))}_2\text{-}$, -C(O)- , $\text{-C(O)(C(R}^9\text{))}_2\text{-}$, $\text{-(C(R}^9\text{))}_2\text{-C(O)-}$~~ , cycloalkyl-;

T is C and Z is N, ~~provided that both T and Z are not simultaneously N;~~

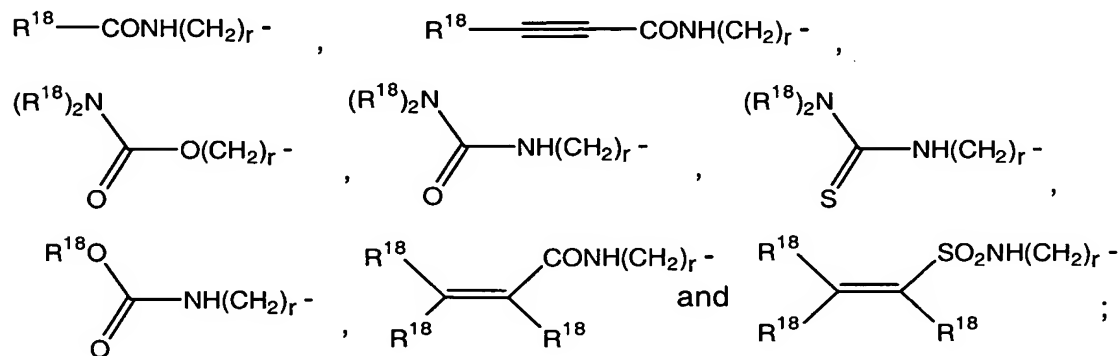
R¹ is

a heteroaryl ring having 6 atoms containing 1 to 3 heteroatoms, 1 of which is N, ~~or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S~~
wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may

be the same or different selected from -H, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NHSO₂R⁵, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -R⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -R⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q and YR⁸ groups wherein Y is independently selected from -C(O)-, -C(O)O-, -OC(O)-, -C(O)NH-, -NHC(O)-, -NHSO₂-, -SO₂NH-, -C(OH)H-, -O(C(R⁹)₂)_q-, -S(O)_m(C(R⁹)₂)_q-, -NH(C(R⁹)₂)_q-, -NR¹⁰(C(R⁹)₂)_q-, -(C(R⁹)₂)_q-, -(C(R⁹)₂)_qO-, -(C(R⁹)₂)_qS(O)_m-, -(C(R⁹)₂)_qNH-, -(C(R⁹)₂)_qNR¹⁰-, -C≡C-, *cis* and *trans* -CH=CH- and cycloalkyl of 3 to 10 carbon atoms;

Q is -NR⁵R⁵ and further provided that when each R⁵ is independently selected from alkyl and alkenyl, R⁵R⁵ may optionally be taken together with the nitrogen atom to which they are attached forming a heterocyclyl ring of 3 to 8 atoms, optionally containing 1 or 2 additional heteroatoms which may be the same or different selected from N, O and S;

R^{2a}, R^{2b}, and R^{2c}, are each, independently selected from -H, -aryl, -CH₂aryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -S(O)_mR⁵, -NHSO₂R⁵, -R¹¹, -OR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶SH, -R⁶S(O)_mR⁵, -OR⁷OH, -OR⁷OR⁵, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵, -R⁶OC(O)Q, -G-(C(R⁹)₂)_p-R¹², -(C(R⁹)₂)_q-R¹²,



G is -NH-, -NR¹⁰-, -O- or -S(O)_m-;

R³ is selected from alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -

COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S where the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH;

R⁴ is selected from -(C(R⁹)₂)_rH, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkenyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; alkynyl of 2 to 6 carbon atoms, optionally substituted with one or more of -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from -R¹⁰, -(C(R⁹)₂)_sR¹², -CHO, 1,3-dioxolane, -NO₂, -CN, -CO₂H, -CONH₂, -CO₂R¹⁰, -CONHR¹⁰, -COR¹⁰, -(C(R⁹)₂)_qOH, -(C(R⁹)₂)_qOR¹⁰, -(C(R⁹)₂)_qNHR¹⁰, -(C(R⁹)₂)_qJ, -(C(R⁹)₂)_qNH₂, -(C(R⁹)₂)_rH, -G(C(R⁹)₂)_pOR¹⁰, -G(C(R⁹)₂)_pR¹², and -G(C(R⁹)₂)_pOH; a heteroaryl

ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-R^{10}$, $-(C(R^9)_2)_sR^{12}$, $-CHO$, 1,3-dioxolane, $-NO_2$, $-CN$, $-CO_2H$, $-CONH_2$, $-CO_2R^{10}$, $-CONHR^{10}$, $-COR^{10}$, $-(C(R^9)_2)_qOH$, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qJ$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_rH$, $-G(C(R^9)_2)_pOR^{10}$, $-G(C(R^9)_2)_pR^{12}$, and $-G(C(R^9)_2)_pOH$;

R^5 is a monovalent group independently selected from alkyl of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R^6 is a divalent group selected from alkyl of 1 to 6 carbon atoms, alkenyl of 2 to 6 carbon atoms, and alkynyl of 2 to 6 carbon atoms;

R^7 is a divalent alkyl group of 2 to 6 carbon atoms;

R^8 is a cycloalkyl ring of 3 to 10 carbon atoms that may optionally be substituted with one or more alkyl groups of 1 to 6 carbon atoms; aryl of 6 to 12 carbon atoms optionally substituted with 1 to 4 substituents which may be the same or different selected from $-H$, $-aryl$, $-CH_2aryl$, $-NHaryl$, $-Oaryl$, $-S(O)_maryl$, $-J$, $-NO_2$, $-NH_2$, $-OH$, $-SH$, $-CN$, $-N_3$, $-COOH$, $-CONH_2$, $-NHC(O)NH_2$, $-C(O)H$, $-CF_3$, $-OCF_3$, $-R^5$, $-OR^5$, $-NHR^5$, $-Q$, $-S(O)_mR^5$, $-NHSO_2R^5$, $-R^{11}$, $-OR^{11}$, $-NHR^{11}$, $-R^6OH$, $-R^6OR^5$, $-R^6NH_2$, $-R^6NHR^5$, $-R^6Q$, $-R^6SH$, $-R^6S(O)_mR^5$, $-NHR^7OH$, $-NHR^7OR^5$, $-N(R^5)R^7OH$, $-R^6R^{12}$, $-N(R^5)R^7OR^5$, $-NHR^7NH_2$, $-NHR^7NHR^5$, $-NHR^7Q$, $-N(R^5)R^7NH_2$, $-N(R^5)R^7NHR^5$, $-N(R^5)R^7Q$, $-OR^7OH$, $-OR^7OR^5$, $-OR^7NH_2$, $-OR^7NHR^5$, $-OR^7Q$, $-OC(O)R^5$, $-NHC(O)R^5$, $-NHC(O)NHR^5$, $-OR^6C(O)R^5$, $-NHR^6C(O)R^5$, $-C(O)R^5$, $-C(O)OR^5$, $-C(O)NHR^5$, $-C(O)Q$, $-R^6C(O)H$, $-R^6C(O)R^5$, $-R^6C(O)OH$, $-R^6C(O)OR^5$, $-R^6C(O)NH_2$, $-R^6C(O)NHR^5$, $-R^6C(O)Q$, $-R^6OC(O)R^5$, $-R^6OC(O)NH_2$, $-R^6OC(O)NHR^5$ and $-R^6OC(O)Q$; a heteroaryl ring having 5 or 6 atoms containing 1 to 4 heteroatoms or particularly 1 or 2 heteroatoms which may be the same or different, selected from N, O and S wherein the heteroaryl ring may be optionally substituted with 1 to 4 substituents which may be the same or different selected from $-H$, $-aryl$, $-CH_2aryl$, $-NHaryl$, $-Oaryl$, $-S(O)_maryl$, $-J$, $-NO_2$, $-NH_2$, $-OH$, $-SH$, $-CN$, $-N_3$, $-COOH$, $-CONH_2$, $-NHC(O)NH_2$, $-C(O)H$, $-CF_3$, $-OCF_3$, $-R^5$, $-OR^5$, $-NHR^5$, $-Q$, $-S(O)_mR^5$, $-NHSO_2R^5$, $-R^{11}$, $-OR^{11}$, $-NHR^{11}$, $-R^6OH$, $-R^6OR^5$, $-R^6NH_2$, $-R^6NHR^5$, $-R^6Q$, $-R^6SH$, $-R^6S(O)_mR^5$,

-NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -R⁶R¹², -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q; a bicyclic heteroaryl ring system having 8 to 20 atoms containing 1 to 4 heteroatoms which may be the same or different selected from N, O and S wherein the bicyclic heteroaryl ring system may be optionally substituted with 1 to 4 substituents which may be the same or different selected from -H, -aryl, -CH₂aryl, -NHaryl, -Oaryl, -S(O)_maryl, -J, -NO₂, -NH₂, -OH, -SH, -CN, -N₃, -COOH, -CONH₂, -NHC(O)NH₂, -C(O)H, -CF₃, -OCF₃, -R⁵, -OR⁵, -NHR⁵, -Q, -S(O)_mR⁵, -NH₂SO₂R⁵, -R¹¹, -OR¹¹, -NHR¹¹, -R⁶OH, -R⁶OR⁵, -R⁶NH₂, -R⁶NHR⁵, -R⁶Q, -R⁶SH, -R⁶R¹², -R⁶S(O)_mR⁵, -NHR⁷OH, -NHR⁷OR⁵, -N(R⁵)R⁷OH, -N(R⁵)R⁷OR⁵, -NHR⁷NH₂, -NHR⁷NHR⁵, -NHR⁷Q, -N(R⁵)R⁷NH₂, -N(R⁵)R⁷NHR⁵, -N(R⁵)R⁷Q, -OR⁷OH, -OR⁷OR⁵, -OR⁷NH₂, -OR⁷NHR⁵, -OR⁷Q, -OC(O)R⁵, -NHC(O)R⁵, -NHC(O)NHR⁵, -OR⁶C(O)R⁵, -NHR⁶C(O)R⁵, -C(O)R⁵, -C(O)OR⁵, -C(O)NHR⁵, -C(O)Q, -R⁶C(O)H, -R⁶C(O)R⁵, -R⁶C(O)OH, -R⁶C(O)OR⁵, -R⁶C(O)NH₂, -R⁶C(O)NHR⁵, -R⁶C(O)Q, -R⁶OC(O)R⁵, -R⁶OC(O)NH₂, -R⁶OC(O)NHR⁵ and -R⁶OC(O)Q;

R⁹ is independently -H, -F or -R⁵;

R¹⁰ is an alkyl group of 1 to 12 carbon atoms, preferred is 1 to 6 carbon atoms;

R¹¹ is a cycloalkyl group of 3 to 10 carbon atoms;

R¹² is -N(O)_nR¹³R¹⁴ or -N⁺(R¹⁰R¹³R¹⁴)J⁻;

provided that when R¹² is N(O)_nR¹³R¹⁴ and n is 1, R¹³ or R¹⁴ are not H;

R¹³ and R¹⁴ are independently selected from a group consisting of -H, -R⁵, -R¹¹, -(C(R⁹)₂)_qaryl-R¹⁵, -(C(R⁹)₂)_qheteroaryl-R¹⁵, -(C(R⁹)₂)_qheterocyclyl-R¹⁵, -(C(R⁹)₂)_pOR¹⁶, -(C(R⁹)₂)_pNR¹⁶R¹⁷, -(C(R⁹)₂)_pS(O)_mR¹⁶, -(C(R⁹)₂)_pCO₂R¹⁶, -(C(R⁹)₂)_pC(O)NHR¹⁶ and

-(C(R⁹)₂)_pC(O)R¹⁵; further provided that R¹³ and R¹⁴ may optionally be taken together with the nitrogen to which they are attached forming a heterocyclyl, heteroaryl or bicyclic heteroaryl ring optionally substituted on either nitrogen or carbon by one or more selected from the group, -R⁵, -R¹¹, -(C(R⁹)₂)_qarylR¹⁵, -(C(R⁹)₂)_qheteroarylR¹⁵, -(C(R⁹)₂)_qheterocyclylR¹⁵, -(C(R⁹)₂)_qCO₂R¹⁶, -(C(R⁹)₂)_qC(O)NHR¹⁶, and -(C(R⁹)₂)_qC(O)R¹⁵; or optionally substituted on carbon by -F, -(C(R⁷)₂)_qOR¹⁶, -(C(R⁷)₂)_qNR¹⁶R¹⁷, and -(C(R⁹)₂)_qS(O)_mR¹⁶; or optionally substituted on nitrogen by -(C(R⁹)₂)_pOR¹⁶, -(C(R⁹)₂)_pNR¹⁶R¹⁷, and -(C(R⁹)₂)_pS(O)_mR¹⁶;

R^{15} is independently selected from a group consisting of -H, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q$ aryl,

$-(C(R^9)_2)_q$ heteroaryl, $-(C(R^9)_2)_q$ heterocyclyl, $-(C(R^9)_2)_q$ OH, $-(C(R^9)_2)_qOR^{10}$, $-(C(R^9)_2)_qNH_2$, $-(C(R^9)_2)_qNHR^{10}$, $-(C(R^9)_2)_qR^{10}$, $-(C(R^9)_2)_qS(O)_mR^{10}$, $-(C(R^9)_2)_qCO_2R^{10}$, $-(C(R^9)_2)_qCONHR^{10}$, $-(C(R^9)_2)_qCONR^{10}R^{10}$, $-(C(R^9)_2)_qCOR^{10}$, $-(C(R^9)_2)_qCO_2H$, and $-(C(R^9)_2)_qCONH_2$;

R^{16} and R^{17} are independently selected from a group consisting of -H, $-R^5$, $-R^{11}$, $-(C(R^9)_2)_q$ aryl, $-(C(R^9)_2)_q$ heteroaryl, $-(C(R^9)_2)_q$ heterocyclyl, $-(C(R^9)_2)_p$ OH, $-(C(R^9)_2)_pOR^{10}$, $-(C(R^9)_2)_pNH_2$, $-(C(R^9)_2)_pNHR^{10}$, $-(C(R^9)_2)_pNR^{10}R^{10}$, $-(C(R^9)_2)_pS(O)_mR^{10}$, $-(C(R^9)_2)_pCO_2R^{10}$, $-(C(R^9)_2)_pCONHR^{10}$, $-(C(R^9)_2)_pCONR^{10}R^{10}$, $-(C(R^9)_2)_pCOR^{10}$, $-(C(R^9)_2)_pCO_2H$, and $-(C(R^9)_2)_pCONH_2$;

R^{18} is independently selected from the group consisting of -H, -aryl, $-R^5$, $-R^6NH_2$, $-R^6NHR^5$ and $-R^6Q$;

provided that, the 6-position is substituted; or a pharmaceutically acceptable salt thereof.